

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FRANCHISE GROUP, INC., *et al.*,
Debtors.

Chapter 11

Case No. 24-12480 (JTD)
(Jointly Administered)

MOTION AND ORDER FOR ADMISSION PRO HAC VICE

Pursuant to Local Rule 9010-1 and the certification below, counsel hereby moves the admission *pro hac vice* of Avi E. Luft of Akin Gump Strauss Hauer & Feld LLP, proposed special counsel for Michael J. Wartell, as independent director and sole member of the conflicts committees of the boards of directors of Freedom VCM Interco, Inc. and Freedom VCM, Inc., in the above-captioned cases and any related proceedings.

Dated: January 9, 2025

/s/ Michael D. DeBaecke
ASHBY & GEDDES, P.A.
Michael D. DeBaecke (Bar No. 3186)
500 Delaware Avenue, 8th Floor
Wilmington, DE 19801
Tel: (302) 654-1888
Email: mdebaecke@ashbygeddes.com

CERTIFICATION BY COUNSEL TO BE ADMITTED PRO HAC VICE

Pursuant to Local Rule 9010-1, I certify that I am eligible for admission to this Court, am admitted, practicing and in good standing as a member of the Bar of the State of New York, and submit to the disciplinary jurisdiction of this Court for any alleged misconduct which occurs in the preparation or course of these cases. I also certify I am generally familiar with this Court's Local Rules and with the Standing Order for District Court Fund revised **12/21/23**. I further certify the annual fee of \$50.00 has been paid to the Clerk of Court for District Court.

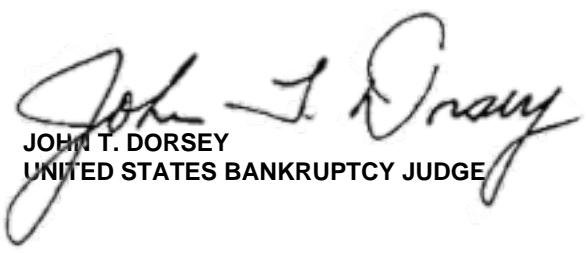
Dated: January 9, 2025

/s/ Avi E. Luft
AKIN GUMP STRAUSS HAUER & FELD LLP
Avi E. Luft
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ORDER GRANTING MOTION

IT IS HEREBY ORDERED counsel's motion for admission *pro hac vice* is granted.

**Dated: January 10th, 2025
Wilmington, Delaware**


**JOHN T. DORSEY
UNITED STATES BANKRUPTCY JUDGE**